

Exhibit 1

In re Residential Capital, LLC
Case No. 12-12020 (MG)

Morrison & Foerster LLP Time Entries for Interim Fee Period Objected to by U.S. Trustee

Date	Name / Invoice Number	Hours	MoFo Amount <u>MoFo Amount</u>	UST hrs	UST Amount	Description
5/2/2013	ARIEL FRANCISCO RUIZ	13.8	\$7,935.00	11.0	\$6,325.00	Meeting with L. DeArcy regarding forthcoming roles and strategy in filing Directs in connection with RMBS 9019 trial (1.8); revise Mack Direct in preparation for filing in RMBS trial (5.0); revise Whitlinger Direct in preparation for filing in RMBS trial (6.0); meet with C. Kerr and L. DeArcy regarding Marano Direct in RMBS 9019 trial (1.0).
5/3/2013	MONICA K. CASTRO	15.3	\$6,043.50	7.4	\$2,923.00	Edit exhibit list in connection with RMBS 9019 hearing (1.7); draft (3.5) and edit summary section of direct testimony of J. Whitlinger in connection with RMBS 9019 hearing (3.92.5); edit same based on comments from L. DeArcy (1.0); draft background section of direct testimony of J. Whitlinger in connection with RMBS 9019 hearing (2.9); edit same based on comments from L. DeArcy (1.0); draft (1.5) and edit (2.2) direct testimony of T. Marano in connection with RMBS 9019 hearing (1.5); meeting with C. Kerr regarding scheduling order (.3); meet with L. DeArcy and A. Ruiz regarding Whitlinger direct examination (.4); meet with A. Lawrence regarding Lipps exhibits (.3).
5/4/2013	LASHANN M. DEARCY	15.5	\$11,237.50	10.4	\$7,540.00	Strategize with Team regarding RMBS 9019 trial preparation (1.7); meet with A. Ruiz regarding Mack Direct (1.6); review (1.1) and revise Mack Direct (5.4); revise Whitlinger Direct (5.0) (4.3); written testimony for T. Whitlinger; review (.9) and edit (4.1) written testimony for J. Mack.
5/6/2013	LASHANN M. DEARCY	15.4	11,165.00	9.3	\$6,742.50	Revise Review (1.0) and revise (4.0) Mack direct examination in connection with RMBS 9019 hearing (5.0); review (1.2) and revise Marano (3.6) written direct examination (4.8) testimony for T. Marano; revise Whitlinger examination (4.5); call with S. Engelhardt regarding trial preparation (.5); discuss with J. Roy regarding filing of motions in limine (.2); meet with D. Ziegler to discuss upcoming presentation in connection with RMBS settlement (.2); discuss with A. Lawrence regarding RMBS 9019 motion (.2).
5/6/2013	LORENZO MARINUZZI	11.8	\$11,151.00	6.0	\$5,670.00	Review (.5) and revise draft plan of reorganization (4.0); meet with L. Kruger (ResCap), T. Goren, S. Engelhardt, D. Harris, R.

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						Reigersman, J. Marines and E. Richards to discuss conceptual changes to plan (.8); review (.5) and revise draft disclosure statement <u>sections on Company history and first day motions</u> (6.0).
5/7/2013	DANIEL J. HARRIS	13	\$8,125.00	5.2	\$3,250.00	Review motions and objections regarding nonconsensual use of cash collateral (2.4); meetings with S. Martin regarding <u>JSN collateral research issues (.4) and background (.9) and valuation of secured claim (1.3)</u> ; perform legal research regarding <u>points made by objecting parties (5.2) proceeds of sale as applied to secured collateral (1.4); improper secured creditor control of a case (1.2); and valuation of collateral under 506(a) (2.6)</u> ; attention to summary emails regarding research findings (2.9); various discussions with S. Martin regarding same (1.2).
5/8/2013	LASHANN M. DEARCY	13.5	\$9,787.50	12.3	\$8,917.50	Prepare for RMBS 9019 trial including, revise <u>Review (1.2) and edit (5.6) T. Marano direct examination (6.8); testimony and review (1.2) and revise (4.3) Mack written direct examination (5.5) testimony;</u> review D. Ziegler research regarding witness availability (1.0); meet with A. Lawrence regarding witnesses (.1); meet with D. Rains regarding trial strategy issues (.1).
5/8/2013	ARIEL FRANCISCO RUIZ	12	\$6,900.00	11.8	\$6,785.00	Revise Marano RMBS 9019 trial direct testimony in preparation for filing in RMBS trial (6.0); revise Mack direct in preparation for filing in RMBS trial (5.8); discuss with <u>with</u> A. Lawrence regarding same (.2).
5/8/2013	DAVID A. ZIEGLER	15.5	\$8,215.00	8.2	\$4,346.00	Prepare for RMBS 9019 trial, including research witness unavailability (3.5); assist with exhibit inclusion (2.0); research FRE authentication requirements (1.5); meet with <u>RMBS litigation team to review global changes to the directs (8.2); 8) and revise the Hamzehpour (2.4); the Cancelliere direct (3.0) and the Renzi direct (2.0) accordingly;</u> discuss with A. Lawrence regarding witnesses (.3).
5/9/2013	PETER H. DAY	14.90	7,152.00	7.50	3,600.00	Extensive revisions to CLL <u>Review Carpenter Lipps draft of Debtors' opposition to Committee's Committees' motion to strike Lipps expert testimony (7.51.2); revise same (5.3); review Lipps expert testimony in connection with same (1.0)</u> ; legal research regarding admissibility of expert opinions on mixed factual and legal questions (3.2); emails with E. Illovsky regarding Debtors' opposition brief to motion to strike Lipps (.7); revise opposition brief per E. Illovsky comments (1.0); meeting with K. Lowenberg and A. Lawrence regarding response to T. Devine motion (.2); meeting with E. Illovsky and K. Lowenberg regarding Debtors' opposition to

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						Committee's motion to strike Devine (1.2); review revised opposition to motion to strike Whitlinger (.5); email with K. Lowenberg regarding motion to
5/9/2013	LASHANN M. DEARCY	16.2	\$11,745.00	8.0	\$5,800.00	Discussion with T. Marano (ResCap) regarding comments to direct examination (1.0); follow-up with C. Kerr regarding the same (.2); <u>review (2.0) and revise (6.0) T. Marano written direct examination testimony (8.0)</u> ; review documents culled from T. Marano review (.9); discussion with A. Lawrence regarding witness testimony (.1); comments to draft exhibit list (2.0); review proposed exhibits with accompanying declaration (4.0).
5/9/2013	STEFAN W. ENGELHARDT	14.6	\$12,775.00	7.0	\$6,125.00	Preparation for witness interview of J. Ruckdaschel (ResCap) regarding trial testimony (1.8); call with J. Ruckdaschel regarding written witness testimony (.8); meet with A. Ruiz regarding revisions to Ruckdaschel testimony (.2); <u>draft further revisions to and expansion of Cancelliere witness statement for RMBS trial to expand factual presentation in witness statement (7.0)</u> ; review M. Renzi (FTI) comments to witness statement (.4); review Renzi (FTI) deposition for further augmentation of witness statement (1.5); call with M. Renzi (FTI) regarding witness statement (.1); review D. Rains' comments to Renzi witness statement (.8); review proposed exhibits to be offered in Renzi testimony (2.0).
5/9/2013	ARIEL FRANCISCO RUIZ	12.1	\$6,957.50	6.0	\$3,450.00	Meet with T. Marano (ResCap) regarding draft direct <u>(2.0)</u> ; revise Marano direct (2.0); <u>revise Mack direct (6.0) in preparation for filing in RMBS trial (4.0)</u> ; meet with J. Ruckdaschel (ResCap) regarding draft direct (1.1); revise Ruckdaschel direct (3.0).
5/9/2013	DAVID A. ZIEGLER	15.4	\$8,162.00	7.7	\$4,081.00	Prepare for meeting with T. Hamzehpour (ResCap) to discuss her direct testimony (.7); meet with A. Lawrence and T. Hamzehpour (ResCap) to discuss her direct testimony (3.6); edit (5.4) and update directs of Marano (2.3) and Cancelliere <u>revise Marano direct testimony in connection with RMBS 9019 trial (5.4); analyze proposed exhibits to Marano direct testimony in connection with same (2.3); analyze proposed exhibits to Cancelliere direct testimony in connection with same (3.4).</u>
5/13/2013	DAVID A. ZIEGLER	15.1	\$8,003.00	14.0	\$7,420.00	<u>Revise direct testimonies of witnesses in RMBS 9019 trial (14.0)</u> ; discuss with A. Lawrence and K. Lowenberg regarding same (.4); call with MoFo <u>MoFo</u> team to discuss RMBS settlement updates (.7).
5/14/2013	DAVID A. ZIEGLER	13.6	\$7,208.00	10.8	\$5,724.00	Assist with the direct witness testimonies for RMBS 9019 hearing (2.5); <u>assist with preparation and organization of trial exhibits for same (10.8)</u> ; <u>work with MoFo team regarding preparation of witnesses and related statements (10.8)</u> ; follow up emails with S.

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						Engelhardt regarding preparation of witness statement (.3). (original time entry recorded 13.6 hours)
5/15/2013	JAVIER SERRANO	9.6	\$5,232.00	8.6	\$5,232.00	Prepare for (.3) and attend meeting with E. Illovsky regarding reply briefs in support of Debtors' Daubert motions (.7); work on <u>revise reply briefs in support of Debtors' Daubert motions to exclude the valuation testimony of objector MBIA's expert C.J. Brown (8.6)</u> Edit RMBS 9019 trial exhibits (7.0); assist MoFo team with editing direct testimonies (1.8)
5/15/2013	DAVID A. ZIEGLER	.8	\$4,664.00	7.0	\$4,664.00	<u>Edit RMBS 9019 trial exhibits (7.0); assist MoFo team with editing direct testimonies (1.8)</u>
5/16/2013	DAVID A. ZIEGLER	13.3	\$7,049.00	7.3	\$3,869.00	Meet with L. DeArcy and M. Castro to discuss objections to RMBS 9019 trial exhibits and counter-deposition designations (.8); draft cross book (5.2); assist with <u>draft deposition counter-designations and objections (7.3) regarding Renzi (3.0); Marano (2.0) and Cancelliere (2.3) depositions.</u>
5/17/2013	ARIEL FRANCISCO RUIZ	13.2	\$7,590.00	13.0	\$7,475.00	Prepare initial drafts of deposition designations in connection with RMBS 9019 trial (6.0) <u>Draft Whitlinger deposition designation (2.0); draft Marano deposition designation (2.0); draft Mac deposition designation (2.0); continue drafting Whitlinger cross book (7.0)</u> <u>3.5; revise same (3.5);</u> discuss with A. Lawrence regarding exhibits to be used in 9019 RMBS trial (.2).
5/17/2013	JAVIER SERRANO	11.5	\$6,267.50	10.9	\$5,940.50	Prepare (.2) for and attend call with D. Rains and E. Illovsky regarding reply briefs to Debtors' Daubert motions (.4); work on reply briefs to Debtors' Daubert motions (6.2); work on <u>revise reply briefs in support of Debtors' Daubert motions to exclude the valuation testimony of objector MBIA's expert C.J. Brown (4.7).</u>
5/18/2013	DAVID A. ZIEGLER	13.2	\$6,996.00	13.2	\$6,996.00	Assist with <u>Draft counter-designations and objections of deposition testimony for RMBS 9019 hearing regarding Hamzehpour (4.9), Cancelliere (4.5), Whitlinger (3.0) and Renzi (.8) depositions.</u>
5/19/2013	DAVID A. ZIEGLER	14.5	\$7,685.00	14.3	\$7,579.00	Assist with <u>Draft counter-designations and objections of deposition testimony in connection with RMBS 9019 hearing (8.4); assist with regarding Hamzehpour (4.4) and Cancelliere (4.0) depositions; revise objections to the opposition's exhibits (5.9)</u> <u>3.2; revise reply in support of Debtors' exhibits in connection with same (2.7);</u> meet with A. Lawrence regarding same (.2).
5/20/2013	LASHANN M. DEARCY	13.6	\$9,860.00	8.0	\$5,800.00	Review counter <u>objections to Debtors</u> designations and objections (8.0) <u>in connection with RMBS 9019 (3.5); review (1.2) and revise (3.3) counter-designation in connection with same;</u> draft

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						Whitlinger cross and prep materials (4.0); meet with A. Lawrence, M. Castro and D. Rains regarding: Objectors exhibits (1.2); meet with A. Ruiz regarding Marano cross-examination preparation (.4).
5/20/2013	DAVID A. ZIEGLER	14.6	\$7,738.00	14.3	\$7,579.00	Assist with Draft counter-designations and objections of deposition testimony in connection with RMBS 9019 hearing (6.6); assist with objections to exhibits (7.7) regarding Hamzhepour (3.3) and Cancelliere (3.3) depositions; draft objections to proposed exhibits submitted by RMBS 9019 objecting parties (4.0); draft reply in support of Debtors' proposed exhibits in connection with same (3.7); meet with M. Castro regarding objectors' exhibits in connection with RMBS 9019 motion (.3).
6/13/2013	DAVID A. ZIEGLER	13.6	\$7,208.00	8.0	\$4,240.00	Meet with L. Marinuzzi, C. Kerr, A. Lawrence, L. Kruger, J. Marines, J. Newton and D. Rains to discuss Monarch's document requests and deposition notices (1.5); meet with A. Lawrence to discuss Debtors' response to Monarch's document requests (.5); assist with the response to Monarch's document requests and deposition notices (8.0) by drafting responses (4.0) and processing materials for depositions (4.0); draft letters to Monarch's counsel regarding their notices of deposition and document requests (2.0); and meet with A. Lawrence and J. Newton to discuss Monarch's document requests in connection with the Plan confirmation (1.6).
6/16/2013	DAVID A. ZIEGLER	11.8	\$6,254.00	11.8	\$6,254.00	Assist with Debtors' response to Monarch's discovery requests in connection with the PSA Motion by reviewing and analyzing document for responsiveness and privilege (6.0); and collecting documents for review (5.8).
6/18/2013	JORDAN A. WISHNEW	14.6	\$10,512.00	8.7	\$6,264.00	Further edit draft "paid and satisfied" omnibus claims objection (.3); review (.3) and provide M. Talarico with comments on claims reconciliation and strategy (.7); call with defense counsel for Cronk/Throm class actions about possible settlement (.4); participate in day-long settlement negotiation session regarding Kessler class action (5.2) and break-out client meetings with Kessler (8.7) meeting concerning such negotiations (3.5); prepare claims reconciliation summary analyses ahead of meeting with UCC (3.8); meet with N. Rosenbaum regarding preparation of UCC presentation on claims reconciliation (.4).
6/19/2013	JAMES J. BEHA	16.2	\$11,097.00	14.4	\$9,864.00	Meet with M. Keats (Kirkland and Ellis) and J. Lipps (CLL) regarding CAFA notice in NJ Carpenters case (1.1); claim-legal and factual research regarding federal securities law for NCUAB objection (7.4 5.0); factual research regarding NCUAB securities

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						<u>claim objection (2.1)</u> ; draft objection to NCUAB securities claim (7.3); discuss same with J. Rothberg (.7).
6/20/2013	JAMES J. BEHA	9.9	\$6,781.50	9.5	\$6,781.50	Finalizing NCUA <u>Revise NCUAB securities claim objection (9.56.5); cite checking NCUAB securities claim objection (3.0)</u> ; discussion with N. Moss and J. Rothberg regarding objection to the NCUA claims (.4).
6/21/2013	JAMES A. NEWTON	14.8	\$7,844.00	10.2	\$5,406.00	Call with UCC counsel, G. Siegel (counsel for RMBS Trustee), and T. Goren regarding replies to objections related to Trustees (.7); begin reviewing draft inserts for plan support agreement reply brief (3.5) and drafting reply brief using <u>from J. Rothberg regarding securities claimants' objections (1.1), J. Marines regarding edits to Curtis Mallet draft regarding premature confirmation objections (.3), R. Baehr regarding evidentiary support for trustee findings (1.0), T. Goren regarding revisions to Curtis Mallet draft regarding premature confirmation objections (.2), and A. Barrage (regarding Syncora objections (.9) and prepare unified reply brief incorporating same (6.7)</u> ; review (.9) and revise chart regarding plan support agreement motions to convert to an exhibit to the reply (1.5); call with C. Kerr, K. Sadeghi, and L. Kruger (ResCap) regarding specific questions raised by Judge Glenn in connection with plan support agreement motion (.7); call with MoFo plan support agreement team (G. Lee, T. Goren, J. Marines, and L. Marinuzzi) and Kirkland regarding replies in support of plan support agreement motion (.6); discussion with J. Rothberg regarding PSA Motion reply brief related to securities claims (.2).
6/25/2013	ROBERT J. BAEHR	10.1	\$5,353.00	9.9	\$5,353.00	Prepare witness and exhibits for hearing on Debtors' PSA motion (9.9) <u>Respond to PSA and FGIC objectors document requests (1.5); analyze documents in response to document requests for potential production to FGIC 9019 objectors (2.3); research at-issue waiver (1.0); draft requests for production to objectors (.9); research potential exhibits for PSA and FGIC 9019 evidentiary hearing (3.2); analyze potential exhibits (1.0)</u> ; discussion with A. Lawrence regarding same (.2).
6/25/2013	ERICA J. RICHARDS	8.0	\$5,280.00	7.2	\$5,280.00	Draft objection to Moody and McKeever <u>Analyze proofs of claim (7.2) filed by H. Boone McKeever (1.2); draft omnibus objection to same (6.0)</u> ; call with B. Smith and P. Spencer (ResCap) regarding discovery and repurchase settlements. (.3).
6/27/2013	MELISSA M. CRESPO	11.4	\$5,187.00	11.4	\$5,187.00	Review <u>Search for (3.5) and review (4.6) documents in connection with JSN-discovery requests related to FGIC 9019 motion;</u>

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						<u>create document log of same (3.3).</u>
6/27/2013	DAVID A. ZIEGLER	12.9	\$6,837.00	9.2	\$4,876.00	Assist with debtors' response to the JSN's document requests in connection with the FGIC 9019 Motion by reviewing and analyzing documents (9.2) <u>regarding the negotiations (4.6) and the settlement numbers (4.6) for possible production</u> ; discussion with Wilkie supplemental demands (.3); meet with C. Kerr, A. Lawrence, K. Sadeghi, and R. Baehr to discuss further discovery for the FGIC 9019 Motion (1.8) and participate in a meet with Monarch (1.3); meet with K. Sadeghi regarding JSN's depositions (.2); discussion with A. Lawrence regarding search terms (.1).
6/28/2013	ROBERT J. BAEHR	15.6	\$8,268.00	12.4	\$6,572.00	Analyze documents in connection with discovery relating to FGIC 9019 motion (12.4) <u>Search for documents responsive to JSN document demands regarding settlement negotiations (2.1); and Board determinations (3.0); analyze documents for responsiveness (4.3); analyze documents for privilege and confidentiality (3.0)</u> ; coordinate with discovery vendors to produce documents to objectors to FGIC 9019 (1.4); draft (.3) and revise responses and objections to Junior Secured Noteholders' discovery requests in connection with FGIC 9019 (1.1); discussion with A. Lawrence regarding document production (.2); meet with K. Sadeghi and D. Ziegler regarding FGIC 9019 discovery (.2).
6/28/2013	ERICA J. RICHARDS	10.2	\$6,732.00	10.2	\$6,732.00	Call with Kramer Levin regarding comments to revised draft plan (.2); prepare comprehensive written comments to same (10.0) <u>revise per feedback from internal plan team (3.3); transmit same to Kramer Levin (.2).</u>
7/2/2013	SAMANTHA MARTIN	20.7	\$13,662.00	14.9	\$9,834.00	Discuss disclosure statement with T. Goren, J. Haims, L. Marinuzzi, J. Kline, N. Moss, J. Marines, A. Barrage and M. Rothchild (2.6); review comments received from Kramer, Kirkland, ResCap, Curtis Mallet (2.0); discuss same with M. Rothchild (1.2); <u>review comments received from Consenting Claimants (.5)</u> ; revise entire disclosure statement (14.9) <u>disclosure statement per Consenting Claimants' comments (1.1); review comments received from Kramer (1.0); revise disclosure statement per Kramer's comments (3.2); revise disclosure statement to reflect updated numbers received from FTI (1.7); review comments received from MoFo team (1.2); revise disclosure statement per MoFo's comments (2.8); revise disclosure statement to reflect revisions to the plan (1.8); review disclosure statement for proper use of defined terms (1.6).</u>
7/2/2013	MERYL L. ROTHCHILD	15.1	\$8,682.50	7.3	\$4,197.50	Review <u>Analyze</u> (3.6) and revise certain sections of the Disclosure Statement (3.7) <u>based on comments received from Kirkland (.6).</u>

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						FTL (.5), Kramer (1.2), Curtis Mallet (.4), and MoFo DS and Plan team (1.0); meet with T. Goren, A. Barrage, J. Marines, and S. Martin to discuss comments to same (2.6); incorporate K&E and Kramer comments to disclosure statement (3.4); emails with A. Barrage and S. Martin regarding same (.6); numerous discussions with S. Martin regarding same (1.2).
7/3/2013	ROBERT J. BAEHR	9.8	\$5,194.00	9.0	\$5,194.00	Analyze documents in connection with discovery requests from objectors to the FGIC 9019 motion (9.0, 5); <u>research documents in response to discovery requests (4.5); review and analyze potentially responsive document for possible production (4.0)</u> ; discussion with A. Lawrence regarding discovery (.4); meet with D. Ziegler to discuss strategy to responding to JSN and Monarch document requests in connection with FGIC 9019 settlement (.4).
7/3/2013	ERICA J. RICHARDS	16.2	\$10,692.00	16.2	\$10,692.00	Attend <u>day-long</u> all-hands meeting with advisors for the Debtors, the UCC, the Board, and others, to finalize plan and disclosure statement for filing and assist with review of and revisions to same (7.4); provide comments to multiple drafts of plan (4.4) and disclosure statement (4.4).
7/3/2013	DANIEL J. HARRIS	14.7	\$9,187.50	7.7	\$4,812.50	Attention to various drafts of Disclosure Statement Motion, notices and ballots to prepare for filing same (7.7) <u>Review and revise Disclosure Statement motion for comments received from J. Shifer (Kramer) (4.9); revise ballots (.9) and noticer in connection with same (.4); review precedent Solicitation Orders from Lehman (.4), Enron (.2), and Tribune in connection with same (.2); revise proposed Disclosure Statement order (.7);</u> meetings with N. Rosenbaum regarding motion to approve disclosure statement (.7); distribute drafts of same to UCC and Kirkland for final review prior to filing (.4); various calls with J. Shifer (Kramer Levin) regarding same (.9); various calls with J. Morrow (KCC) regarding same (1.8); various discussions with L. Marinuzzi, J. Kline, S. Martin, T. Goren and J. Marines regarding same (.9); call with P. Tsao regarding same (.4); review (.7) and prepare final documents for filing (1.2).
7/3/2013	SAMANTHA MARTIN	15.3	\$10,098.00	10.1	\$6,666.00	Review comments received from ResCap, Kramer, Kirkland, J. Kline (2.0); discuss same with T. Goren and G. Lee (1.0); various discussions with Kramer and Kirkland regarding same (.6); <u>review comments received from Kramer (1.2);</u> revise entire disclosure statement (10.1) <u>disclosure statement per Kramer's comments (2.4); review comments received from Kirkland (.5); revise disclosure statement per Kirkland's comments (1.3); review comments received</u>

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						<u>from MoFo team (1.1); revise disclosure statement per MoFo's comments (2.1); revise disclosure statement to reflect revisions to the plan (1.5);</u> correspond with MoFo team regarding same (.6); discuss same with M. Rothchild (.4); calls (3x) with J. Kline regarding filing of disclosure statement (.2); call with A. Barrage regarding pre-filing issues (.4).
7/3/2013	TODD M. GOREN	15.7	\$12,481.50	7.4	\$5,883.00	Review comments to disclosure statement from UCC and Ally and incorporate into disclosure statement (1.7); review (.5) and revise various Plan provisions regarding various internal comments (2.1); finalize motion to approve disclosure statement, ballots, notices and order (.9); discuss same with D. Harris (.3); review unit sharing mechanism and language for plan (1.4); meeting with Kramer, Moelis, Centerview, FTI and Moco to draft, review (1.4) and finalize plan (3.3), disclosure statement (3.9) and plan exhibits (7.4) for filing (1.6).
7/8/2013	ROBERT J. BAEHR	11.9	6,307.00	6.4	\$3,392.00	Analyze <u>Search for documents in response responsive to discovery requests by objectors to FGIC 9019 motion (6.42.0); review and analyze documents for possible production (4.4);</u> analyze privileged documents (2.1); draft privilege logs (3.4)
7/8/2013	MARK DAVID MCPHERSON	9.5	\$7,837.50	9.5	\$7,837.50	Draft JSN-motion to dismiss (7.2); revise the same (2.3) <u>JSNs' claims challenging validity of lien releases (5.2); review, analyze, and revise draft sections of motion to dismiss JSNs' claims asserting liens on avoidance actions and AFI contribution (2.5) and sections of motion to dismiss JSN's claims asserting liens on goodwill and other intangible assets (1.8).</u>
7/8/2013	JONATHAN M. PETTS	14.6	\$6,643.00	7.3	\$3,321.50	Call with client (L. Delehey), N. Rosenbaum, and H. Cannon (BABC) regarding response to ARE's supplemental brief (1.2); draft response to ARE's supplemental brief (7.3) in connection with Debtors' motion to dismiss adversary (4.1); revise the same (3.2); call H. Cannon (BABC) regarding the same (.3); emails and meetings with N. Rosenbaum regarding the same (.5); research permissive abstention (1.3), mandatory abstention (1.3), transfer of venue (1.4), and supplemental jurisdiction (1.3) in connection with the same.
7/11/2013	DAVID A. ZIEGLER	10.0	\$5,300.00	8.5	\$5,300.00	Assist with debtors' response to the JSN's request for additional documents by reviewing and analyzing documents (8.5) in connection with the negotiations (4.2) for possible production and the settlement figure (4.2) for possible production and draft L. Kruger's direct testimony (1.5) in connection with the FGIC 9019 Motion.

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7/15/2013	DAVID A. ZIEGLER	16.5	\$8,745.00	4.7	\$2,491.00	Attend deposition of Adam Sklar, a Monarch employee (4.8); review and analyze documents for logging purposes (4.7) <u>in the Debtors' review database to determine whether any documents should be logged as per the privilege log protocols arranged with the JSNs, specifically with respect to the Debtors' determination to enter into the settlement (2.7) and the negotiation of the settlement (2.0)</u> ; coordinate additional production relating to FGIC 9019 matter (4.3); research applicability of work product doctrine to draft board minutes (1.5); draft additional redaction and supplemental privilege logs in connection with the FGIC 9019 Motion (1.2).
7/19/2013	ROBERT J. BAEHR	8.1	\$4,293.00	7.1	\$4,293.00	Research (.7) and draft objection to Syncora proofs of claim (7.13.5) ; <u>revise and edit objection (1.2); analyze RMBS and insurance contracts underlying Syncora's proofs of claim (2.4)</u> ; discuss same with K. Sadeghi (.3).
7/19/2013	MELISSA M. CRESPO	8.8	\$4,004.00	8.1	\$4,004.00	Further research related to argument in support of debtors' Research related to interpretation of 506(b) and "interest of the estate" (2.0) and prepare insert to opposition to JSNs' motion to dismiss JSN counterclaims (8.4 regarding same (3.0); review and distinguish cases cited by JSN's for use in opposition (3.1) ; draft email summarizing same to S. Martin (.7).
7/22/2013	ROBERT J. BAEHR	11.9	\$6,307.00	6.2	\$3,286.00	Prepare for deposition of J. Lipps, special litigation counsel to Debtors in connection with testimony for FGIC 9019 settlement (4.1); <u>review and analyze documents in response to FGIC 9019 motion objectors' document requests (4.0); prepare documents for production (1.2); review production and produce same to objectors (6.21.0)</u> ; research claims by Syncora Guaranty arising from debtor-serviced RMBS transactions (1.1).
7/23/2013	MARK DAVID MCPHERSON	9.8	\$8,085.00	7.4	\$8,085.00	Analyze research regarding JSNs' motion to dismiss (2.1); <u>review and analyze research regarding effect of stipulation 5(g) in cash collateral order on lien releases (1.3); review and analyze financing statements and amended statements relevant to validity of lien releases in light of case law (1.7); draft brief in opposition to JSNs' argument in motion to dismiss (7.4 that cash collateral order contains stipulation reviving released liens (4.4)</u> ; attend to email regarding brief (.3).
7/23/2013	JAMES J. BEHA	7.6	\$5,206.00	7.0	\$5,206.00	Drafting and revising reply Review NCUAB response to NCUA securities objection (7.0 NUCAB securities claim objection (3.0); legal research for reply in further support of NCUAB securities claim objection (2.0); draft reply in further support of NCUAB securities claim objection (2.0) ; call with A. Dove (Kramer Levin)

Date	Name / Invoice Number	Hours	MoFoAmount <u>MoFo Amount</u>	UST hrs	UST Amount	Description
						regarding NCUA objection (.2); call with N. Cohen (Zuckerman Spaeder) regarding NCUA objection (.2); meet with J. Haims and J. Rothberg regarding UBS FHFA settlement (.2).
7/31/2013	ROBERT J. BAEHR	16.1	\$8,533.00	6.0	\$3,180.00	Discuss Lipps testimony for FGIC 9019 with K. Sadeghi (.2); prepare and finalize witness lists (.9), exhibit list (2.4), and direct testimony submissions in support of Debtors' FGIC 9019 motion (3.6); discuss same with J. Roy (.1); analyze objectors' submissions in opposition to FGIC 9019 motion (2.9); research (1.5) and draft outline (1.5) omnibus reply in support of Debtors' FGIC 9019 motion (6.0); draft (2.0) and revise (1.0) omnibus reply.
8/4/2013	KEITH M. HENNEKE	12.0	\$7,620.00	12.0	\$7,620.00	Perform second-level review of several batches of documents regarding <u>H. Anderson</u> for responsiveness, privilege and coding to be produced in connection with the <u>UCC Complaint JSN adversary proceeding</u> .
8/4/2013	JACK R. SMITH	10.5	\$4,515.00	10.5	\$4,515.00	Review <u>Perform document review</u> quality control batch to check <u>previously reviewed batches for mislabeling (e.g., privilege of documents to be produced by Debtors)</u> in connection with the JSN Discovery and Plan Confirmation Discovery workstreams <u>work streams</u> .
8/7/2013	ROBERT J. BAEHR	13.6	\$7,208.00	5.7	\$3,021.00	Prepare exhibits (1.7) and witness binders (4.4) in connection with FGIC 9019; attend meeting with FGIC 9019 motion proponents regarding responses to motions in limine and preparation of consolidated exhibits (1.0); finalize FGIC 9019 deposition errata (.8); draft responses <u>analyze FGIC 9019 opponents' motions in limine (1.5); research waiver of attorney client privilege (1.5); draft response to motions in limine (5.72.7).</u>
8/7/2013	MELISSA M. CRESPO	7.9	\$3,594.50	7.4	\$3,594.50	Further draft <u>Draft insert for opposition to JSN counterclaims (7.4) regarding lien on avoidance claims for use in opposition brief (3.4); emails to JSN team regarding avoidance claim arguments (4); prepare outline of arguments for use in JSN oral argument (3.6);</u> meet with A. Ruiz regarding oral argument materials (.5).
8/7/2013	MARK DAVID MCPHERSON	9.5	\$7,837.50	7.7	\$7,837.50	Draft section of reply brief in support of motion to dismiss JSNs' counterclaims (7.7); counterclaims arguing that lien releases were effective (4.2); draft section of reply brief in support of motion to dismiss JSNs' counterclaims arguing that UCC financing statement amendments were effective (1.9); draft section of reply brief in support of motion to dismiss JSNs' counterclaims arguing that JSNs have no equitable liens (1.6); attend meeting with Kramer Levin regarding strategy, status, and next steps in adversary proceedings (1.8).

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8/8/2013	DAVID A. ZIEGLER	8.6	\$4,558.00	8.2	\$4,558.00	Meet with A. Lawrence and R. Baehr to discuss the motions in limine in connection with the FGIC 9019 hearing (.4) and assist with Debtors' omnibus response (8.2) <u>by drafting sections addressing the order appointing mediator (5.0) and Mr. Lipp's testimony (3.2)</u> in connection with the FGIC 9019 Motion.
8/8/2013	JACK R. SMITH	10.5	\$4,515.00	10.5	\$4,515.00	Reviewing <u>Perform</u> document batches using <u>review</u> quality control protocol to check previously reviewed batches for mislabeling (e.g., privilege of documents to be produced by Debtors) in connection with the JSN discovery and plan confirmation discovery issues <u>Discovery and Plan Confirmation Discovery work streams.</u>
8/9/2013	MERYL L. ROTHCHILD	15.4	\$8,855.00	12.4	\$7,130.00	Revise certain sections of the disclosure statement (12.4); emails (1.1) and calls with S. Martin and MoFo team regarding same (1.9).
8/9/2013	ROBERT J. BAEHR	10.4	\$5,512.00	9.1	\$5,512.00	Research and draft objections to motions <u>reliance on counsel defense (2.0) and at-issue waiver (2.0); research legal expert witnesses and opinions on ultimate legal issues (2.0); draft and revise motion in limine for FGIC 9019 matter (9.1) responses (3.1)</u> ; meeting with C. Kerr and D. Ziegler regarding same (.3); meeting with C. Kerr and A. Lawrence regarding same (1.0).
8/10/2013	ROBERT J. BAEHR	11.9	\$6,307.00	11.9	\$6,307.00	Research (5.5) and draft response to objectors' motions in limine in connection with FGIC 9019 evidentiary evidentiary hearing (6.4) <u>conflicted expert witnesses (2.0) and expert reliance on confidential information (2.5); analyze L. Kruger testimony for potential reliance on counsel (2.0); draft Exhibit 12 to motion in limine response cataloging L. Kruger testimony (2.4); draft (2.1) and revise (.9) motion in limine response.</u>
8/11/2013	KELLY K. YANG	11.2	\$4,144.00	11.2	\$4,144.00	Review <u>Quality control/second level review of JSN documents to be produced</u> in connection with the JSN litigation.
8/11/2013	KEITH M. HENNEKE	10.8	\$6,858.00	10.8	\$6,858.00	Complete <u>Perform</u> second-level document <u>review of documents regarding J. Horner for responsiveness, privilege and coding to be produced</u> in connection with the UCC complaint and related requests in the JSN adversary proceedings <u>proceeding.</u>
8/12/2013	MERYL L. ROTHCHILD	14.9	\$8,567.50	8.6	\$4,945.00	Work on inputting edits (3.0) and editing revised disclosure statement (5.6) <u>inputting edits into the disclosure statement from MoFo team (1.6), Curtis Mallet (1.1), and the Company (.7); edit revised disclosure statement based on updates to judgment reduction provision (.3); summary of classification and voting rights (.8); settlement of certain claims (Monolines, NJ Carpenters, etc.) (.9), Borrower Claims Trust (.4) and Liquidating Trust provisions (.7); input final non-substantive</u>

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						<u>internal edits into revised disclosure (2.1)</u> ; numerous internal meetings (2.7) and emails regarding same (.8); review revised plan (2.2) and emails between MoFo and Kramer regarding same (.4); meet with J. Marines and S. Martin regarding fees described in disclosure statement (.2).
8/12/2013	ROBERT J. BAEHR	13.5	\$7,155.00	8.9	\$4,717.00	Research <u>mediation confidentiality orders</u> (3.2) and revise (5.7) omnibus response to motions in limine on Debtors' FGIC 9019 motion; revise Exhibit 1 to motion in limine response (2.1); prepare exhibits to response (1.0); cite check (1.7) and edit (.9) response ; edit objection to Syncora's proof of claim (1.8); discuss the same with A. Lawrence (.2); analyze exhibits (.8) and prepare objections for meet and confer with Objecting Parties (1.8).
8/13/2013	JACK R. SMITH	10.5	\$4,515.00	10.5	\$4,515.00	Review documents according to <u>Perform document review quality control protocol to check previously reviewed batches for mislabeling (e.g., privilege of documents to be produced by Debtors) in connection with the JSN discovery</u> Discovery and Plan Confirmation Discovery issues <u>work streams</u> .
8/14/2013	BARBARA BARATH	7.7	\$4,196.50	7.2	\$4,196.50	Review updated review protocol in connection with JSN adversary litigation (.5); conduct substantive document review <u>categorize documents in preparation for depositions, including tagging "hot" documents in connection with same (7.2).</u>
8/14/2013	DANIEL J. HARRIS	13.6	\$8,500.00	5.4	\$3,375.00	Continue drafting <u>sections of Disclosure Statement reply (5.4) relating to solicitation (.9), Impac objection (1.2), taxing authority objections (1.9), and FHEA (2.4)</u> , ballots (2.2), revised form of order (.8) and disclosure statement objections chart (1.6); call with Chambers regarding status of objections (.2); discuss same with S. Martin (.2); revise reply brief with comments from Curtis Mallet, J. Marines and L. Marinuzzi (.4); call with S. Zide (UCC) regarding reply (1.2); review recent changes to Disclosure Statement (.5) and Plan (1.1).
8/14/2013	MERYL L. ROTHCHILD	12.6	\$7,245.00	8.4	\$4,830.00	Various calls with Kramer regarding status of disclosure statement objections and negotiations (1.1); update professional fees chart to disclosure statement (.4) and emails to MoFo team regarding same (2); emails with Kramer regarding same (.2); call with Kramer and MoFo disclosure statement teams regarding disclosure statement reply (2.0); discuss disclosure statement revisions with S. Martin (.3); input edits from MoFo team and numerous parties in interest (2.1), Kramer (2.7), Kirkland (.9), and Company (.6) in preparation for filing revised disclosure statement (8.4); review disclosure statement reply and objection chart to ensure

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						<u>accuracy of resolutions reached by Plan proponents and objecting parties (2.1).</u>
8/15/2013	SUSAN A.T. TICE	12.3	\$3,813.00	10.7	\$3,317.00	Prepare sets of settlement parties' exhibits for <u>use at</u> FGIC settlement motion hearing (1-43.6); prepare <u>witness</u> materials in connection with <u>for use at</u> FGIC settlement motion hearing (9-33.6); <u>prepare trial documents for use at FGIC settlement motion hearing (3.5)</u> ; prepare deposition testimony designated by JSN for FGIC 9019 hearing for attorney review (.3); prepare supplemental hearing materials to be provided to Chambers (1.3).
8/19/2013	JONATHAN M. PETTS	13.6	\$6,188.00	11.5	\$5,232.50	<u>Draft (6-83.9) and, revise (4-73.7) and cite check (1.5) opposition to Quiroz lift stay motion; meet with N. Rosenbaum draft (1.2) and revise (.9) declaration to the same; emails with L. Delehey (ResCap) and L. Priore (ResCap) regarding the same (.3); meet with N. Rosenbaum regarding same (.3); draft supporting declaration to the same (.8); revise exhibits to the same (.5); call with K. Priore (client) regarding P. Scott lift stay motion (.5).</u>
8/20/2013	TODD M. GOREN	16.2	\$12,879.00	4.1	\$3,259.50	Review and revise updated version of objection chart (1.7); meet with D. Harris and S. Martin regarding same (.6); discuss chart revisions with S. Zide (Kramer) and R. Ringer (counsel to the committee) (.4); review unit allocation schedule (.4); call with K. Chopra (Centerview) regarding same (.5); revise disclosure statement regarding intercompany balances in connection with JSN request for adequate protection (.4); meet with D. Harris regarding voting issues and claim amounts (.3); <u>review and revise various drafts of draft Plan provided by KL (.1-7) and DS (2-42); further internal draft of same (.8); review and revise draft of DS from K&E (.5) and KL (.6) and further revise internal draft regarding UCC and AFI changes (1.3)</u> ; revise Plan and DS regarding Ambac and Assured claims (.8); call with chambers regarding status of objections (.3); review and revise DS order and exhibits (.8); calls (x2) with UCC and FTI regarding liquidation analysis (1.6); follow-up calls with FTI (.5) and S. Zide (.3) regarding same; meet with L. Kruger (ResCap), L. Marinuzzi, J. Marines and N. Rosenbaum to discuss liquidation analysis (.3); review confirmation discovery protocol and motion to approve same (.8); review materials in preparation for DS hearing (.9) and exclusivity (.4); review updated exhibits to DS (1.1).
8/21/2013 8/21/2013	KELLY K. YANG— ROBERT J. BAEHR	11.01 5.81 <u>01</u>	\$4,070.00 \$8,374.00	9.33 <u>5.23</u>	\$3,441.00 \$1,855.00	<u>Work on Enter privilege log document information for documents not to be produced in connection with the JSN litigation (9.3); review correspondence from A. Whitfield (1.7).</u>

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8/21/2013	ROBERT J. BAEHR	5.8	\$8,374.00	3.5	\$1,855.00	Draft lists of admitted exhibits and direct testimony (6.1); discussion with Settlement Parties and Objectors regarding admitted exhibits (.6); research (3.5) analyze Judge Glenn's prior findings of fact (1.2); compile record evidence (1.1) and proof plan (1.2) for proposed findings of fact ; outline (4.0) and draft proposed findings of fact and conclusions of law in support of FGIC 9019 motion (1.6).
8/21/2013	RICK C. LIU	10.5	\$5,040.00	10.5	\$5,040.00	Perform Enter privilege log review for document information for documents not to be produced in connection with the JSN litigation (7.0); edit privilege log same for accuracy (3.5).
8/22/2013	RICK C. LIU	10.5	\$5,040.00	10.5	\$5,040.00	Perform Enter privilege log review (6.3); edit privilege log document information for documents not to be produced in connection with the JSN discovery and plan confirmation discovery (4.2) litigation (7.0); edit same for accuracy (3.5).
8/22/2013	KEVIN M. COLES	11.5	\$5,520.00	11.5	\$5,520.00	Edit privilege logs Perform secondary review of documents identified as privileged in connection with JSN litigation (9.0); conform computer generated draft of the corresponding privilege log to set protocol for delivery to JSN counsel (2.5).
8/22/2013	ROBERT J. BAEHR	14.2	\$7,526.00	13.7	\$7,261.00	Continue drafting Settlement Parties' Draft proposed findings of fact and conclusions of law in support of FGIC 9019 Motion (13.7) regarding FGIC settlement agreement terms and history (3.0); the structure of the FGIC trusts and obligations of trustees (3.5), FGIC's proof of claim (2.5), and Iridium factors (2.0); draft proposed conclusions of law (2.7); discuss same with C. Kerr (.5).
8/23/2013	ROBERT J. BAEHR	13.3	\$7,049.00	13.3	\$7,049.00	Draft (3.7) and revise Revise proposed findings of fact and conclusions of law in support of the Debtors' FGIC 9019 motion (9.6) regarding the FGIC settlement agreement terms (2.7), the FGIC trusts and trustees (3.8), and FGIC's claims (1.5); revise proposed conclusion of law (3.6); analyze co-proponents' revisions (1.7).
8/23/2013	DAVID A. ZIEGLER	13.4	\$7,102.00	13.4	\$7,102.00	Assist with the drafting of the Settlement Parties' Findings of Fact and Conclusions of Law in connection with the FGIC 9019 Motion by drafting the sections on facts supporting Debtors' entry into the settlement (5.0) and legal conclusives supporting the same (5.0) and incorporate other parties' sections (3.4).
8/23/2013	SUSAN A.T. TICE	9.9	\$3,069.00	8.4	\$3,069.00	Review Board materials provided to counsel for Ally for privilege clawbacks (1.5); prepare privilege logs for production in redacted documents from custodial email productions to be provided to parties in the Junior Secured Noteholders adversary proceeding (8.42.8); prepare privilege logs for documents withheld from

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						<u>custodial email productions to be provided to parties in the Junior Secured Noteholders adversary proceeding (5.6).</u>
8/24/2013	DAVID A. ZIEGLER	13.4	\$7,102.00	7.4	\$3,922.00	Assist with the drafting of the Settlement Parties' findings of fact and conclusions of law by collection <u>collecting</u> and inputting edits from the Settlement Parties (7.4) <u>FGIC (3.0) and the Trustees (4.4)</u> , correspond with the Settlement Parties about their edits (1.0), and draft sections on settlement negotiation and Iridium factors (5.0) in connection with the FGIC 9019 motion.
8/24/2013	ROBERT J. BAEHR	15.2	\$8,056.00	15.2	\$8,056.00	Draft (6.6) <u>proposed findings regarding Trustees' entry into the settlement agreement (3.7); analyze co-proponents additions to proposed findings (1.0) and revise same (3.0); conference with co-proponents regarding proposed findings of fact (1.0); research (2.5) and draft (1.0) conclusions of law in support of the Debtors' FGIC 9019 Motion (8.6) regarding McCarran Ferguson Act; draft conclusions of law regarding Iridium factors (3.0).</u>
8/25/2013	ROBERT J. BAEHR	15.4	\$8,162.00	15.4	\$8,162.00	Draft (4.5) and revise Settlement Parties' Analyze co-proponents' edits to proposed findings of fact and conclusions of law in support of FGIC 9019 motion (10.9) and conclusions of law (5.6); <u>revise and edit proposed findings and conclusions of law (4.0); cite check (2.5) and prepare (2.4) proposed findings and conclusions of law for filing; conference with co-proponents regarding findings (.9).</u>
8/25/2013	DAVID A. ZIEGLER	12.3	\$6,519.00	12.3	\$6,519.00	Draft proposed Findings of Fact and Conclusions of Law in connection with the FGIC 9019 Motion <u>by editing the sections on Settlement negotiation (3.0), the Iridium factors (2.0), and sections added by FGIC (3.0) and the Trustees (4.3).</u>
			\$651,467.00		\$490,353.50	

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